

Official Form 1 (10/06)

United States Bankruptcy Court Eastern District of Michigan				Voluntary Petition																															
Name of Debtor (if individual, enter Last, First, Middle): Pro Golf of America, Inc.			Name of Joint Debtor (Spouse) (Last, First, Middle):																																
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):																																
Last four digits of Soc. Sec./Complete EIN or other Tax ID No. (if more than one, state all): 38-2182941			Last four digits of Soc. Sec./Complete EIN or other Tax ID No. (if more than one, state all):																																
Street Address of Debtor (No. and Street, City, and State): 37735 Enterprise Ct., Ste. 600 Farmington, MI			Street Address of Joint Debtor (No. and Street, City, and State):																																
ZIP Code 48331			ZIP Code																																
County of Residence or of the Principal Place of Business: Oakland			County of Residence or of the Principal Place of Business:																																
Mailing Address of Debtor (if different from street address):			Mailing Address of Joint Debtor (if different from street address):																																
ZIP Code			ZIP Code																																
Location of Principal Assets of Business Debtor (if different from street address above):																																			
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.																															
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2 million. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																																
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. Estimated Number of Creditors <table style="width: 100%; text-align: center;"> <tr> <td>1-49</td> <td>50-99</td> <td>100-199</td> <td>200-999</td> <td>1000-5,000</td> <td>5001-10,000</td> <td>10,001-25,000</td> <td>25,001-50,000</td> <td>100,001-100,000</td> <td>OVER 100,000</td> </tr> <tr> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> </table> Estimated Assets <table style="width: 100%;"> <tr> <td><input checked="" type="checkbox"/> \$0 to \$10,000</td> <td><input type="checkbox"/> \$10,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$100 million</td> <td><input type="checkbox"/> More than \$100 million</td> </tr> </table> Estimated Liabilities <table style="width: 100%;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$100 million</td> <td><input type="checkbox"/> More than \$100 million</td> </tr> </table>				1-49	50-99	100-199	200-999	1000-5,000	5001-10,000	10,001-25,000	25,001-50,000	100,001-100,000	OVER 100,000	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/> \$0 to \$10,000	<input type="checkbox"/> \$10,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$100 million	<input type="checkbox"/> More than \$100 million	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$100 million	<input type="checkbox"/> More than \$100 million	THIS SPACE IS FOR COURT USE ONLY	
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Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Pro Golf of America, Inc.**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location

Where Filed: **- None -**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor:

See Attachment

Case Number:

Date Filed:

District:

Relationship:

Judge:

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

X

Signature of Attorney for Debtor(s)

(Date)

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Statement by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Voluntary Petition*(This page must be completed and filed in every case)*

Name of Debtor(s):

Pro Golf of America, Inc.**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney

X /s/ Arnold Schafer
Signature of Attorney for Debtor(s)

Arnold Schafer (P24694)
Printed Name of Attorney for Debtor(s)

Schafer and Weiner, PLLC
Firm Name

40950 Woodward Avenue
Suite 100
Bloomfield Hills, MI 48304

Address

(248) 540-3340 Fax: (248) 642-2127
Telephone Number

December 27, 2006
Date

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Robert L. Merget
Signature of Authorized Individual

Robert L. Merget
Printed Name of Authorized Individual

Vice President
Title of Authorized Individual

December 27, 2006
Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C.

In re Pro Golf of America, Inc., Case No. _____
 Debtor

FORM 1. VOLUNTARY PETITION
Pending Bankruptcy Cases Filed Attachment

Name of Debtor / District

Ajay Sports, Inc.
Eastern District of Michigan

Pro Golf International, Inc.
Eastern District of Michigan

ProGolf.com, Inc.
Eastern District of Michigan

Case No. / Relationship

Affiliated Corporation

Affiliated Corporation

Affiliated Corporation

Date Filed / Judge

**United States Bankruptcy Court
Eastern District of Michigan**

In re Pro Golf of America, Inc.
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
ProGolf International, Inc. 37735 Enterprise Ct., Ste. 600 Farmington, MI 48331		100% of shares	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Vice President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date December 27, 2006

Signature /s/ Robert L. Merget
Robert L. Merget
Vice President

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.

**United States Bankruptcy Court
Eastern District of Michigan**

In re Pro Golf of America, Inc.

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Vice President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: December 27, 2006/s/ Robert L. MergetRobert L. Merget/Vice President
Signer/Title

ABC Coffee
24691 Telegraph Rd.
Southfield, MI 48034

Ajay Sports, Inc
37735 Enterprise Ct., Ste 600
Farmington, MI 48331

Alfred & Elizabeth Gilbert, Jr.
233 Farley Rd.
Hollis, NH 03049

Business Broker.Net
PO Box 420035
Atlanta, GA 30342

Canon Business Solutions
PO Box 33191
Newark, NJ 07188-0191

Cardsdirect LLC
200 Chisholm Place, Ste. 220
Plano, TX 75075

Cawley Company, The
1544 N. Eight Street
PO Box 2110
Manitowoc, WI 54221-2110

Cit Technology Fin. Serv., Inc.
21146 Network Place
Chicago, IL 60673-1211

City of Farmington Hills
31555 W. Eleven Mile
Farmington, MI 48336-1165

DLA Piper Rudnick Gray Cary US LLP
203 N. LaSalle St., Ste. 1900
Chicago, IL 60601-1293

Donald & Dana Lucas
4229 Colorado Ave., N.W.
Washington, DC 20011-4240

Dykema Gossett PLLC
400 Renaissance Center
Detroit, MI 48243

Econoco
PO Box 29
Hicksville, NY 11802

Enco Properties, L.C.
30400 Telegraph Rd., Ste. 400
Franklin, MI 48025

Eric A. Mashlan
975 Ala Lilikoi St. 401
Honolulu, HI 96818

Franchise Direct
Suite 106, The Capel Building
Capel Street
Dublin 8 Ireland

Franchise for Sale.Com
289 Jonesboro Road, Ste. 318
Mcdonough, GA 30253

Glast, Philips & Munay
2200 One Galleria Tower
13355 Noel Rd. L.B. 48
Dallas, TX 75240-1518

Glast, Phillips & Murray
2200 One Galleria Tower
13355 Noel Road L.B. 48
Dallas, TX 75240

HSBC Business Solutions
PO Box 5239
Carol Stream, IL 60197-5239

Internet Operations Center
200 Galleria Office Center, Ste. 109
Southfield, MI 48034

Jeffrey Meek, Esq.
38705 W. Seven Mile Rd., Ste. 400
Livonia, MI 48152

Marie Rainwater
c/o Glast, Phillips & Murray
2200 One Galleria Tower
13355 Noel Road LB 48
Dallas, TX 75240

Mars Advertising
c/o James Zellen
39520 Woodward Ave., Ste. 205
Bloomfield Hills, MI 48304

Mars Marketing
c/o James Zellen, Esq.
39520 Woodward Ave., Ste. 205
Bloomfield Hills, MI 48304

Mercury Fulfillment & Promotion
PO Box 77000
Detroit, MI 48277-0867

Miller Thomson LLP
512 Woolwich Street
PO Box 930
Guelph, On Canda N1H 6M8

Nancy Jo Martin
1201 Nashville Pike
Gallatin, TN 37066

Office Express
1146 Rankin
Troy, MI 48083

Plunkett & Cooney
38505 Woodward, Ste. 200
Bloomfield Hills, MI 48304

Pro Golf Discount of Augusta, Inc.
592 Bobby Jones Expressway
Augusta, GA 30907

Pro Golf Discount of Calhoun
165 Outlet Center
Calhoun, GA 30701

Pro Golf of Beckley
124 Beckley Crossing
Beckley, WV 25801

Pro Golf of Bend
100 NE Bend River Mall Ave., Ste. 102
Bend, OR 97701

Pro Golf of Camp Creek
3600 Market Place Blvd.
Atlanta, GA 30344

Pro Golf of Carmel
100 Independent Way
Brewster, NY 10509

Pro Golf of Charleston
7250 Rivers Ave.
Bldg. 700, Ste. #1
Charleston, SC 29406

Pro Golf of Coeur d'Alene
411 W. Haycraft, Ste. #1A
Coeur D Alene, ID 83815

Pro Golf of Columbia
228-A O'Neil Court
Columbia, SC 29223

Pro Golf of Coral Springs
2121 N. University Drive
Coral Springs, FL 33071

Pro Golf of Erie
8155 Oliver Road
Erie, PA 16509

Pro Golf of Fayetteville
4600 Bragg Blvd.
Fayetteville, NC 28311

Pro Golf of Miami
8807 S.W. 107 Avenue #85
Miami, FL 33176

Pro Golf of Milford
102 Milford Landing Drive, Ste. 6
Milford, PA 18337

Pro Golf of Morrow
6975 Jonesboro Road
Morrow, GA 30260

Pro Golf of Mount Pleasant
1602 Highway 17 North
Mount Pleasant, SC 29464

Pro Golf of Newnan
19 Milard Farmer Ind'l Blvd.
Ste. D
Newnan, GA 30263

Pro Golf of Noblesville
17247 Mercantile Blvd.
Noblesville, IN 46060

Pro Golf of Ocala
2701 SW College Road, Ste. 304A
Ocala, FL 34476

Pro Golf of Puerto Rico
222 Domenech Avenue
San Juan, PR 00918

Pro Golf of Royal Palm Beach
551 North State Road 7, Ste. 102
Royal Palm Beach, FL 33411

Pro Golf of Santa Cruz
630 River Street
Santa Cruz, CA 95060

Pro Golf of Shrewsbury
1000 Boston Turnpike N-15
Shrewsbury, MA 01545

Pro Golf of St. George
844 Telegraph Rd.
St. George, UT 84780

Pro Golf of Tualatin
8785 SW Tualatin-Sherwood Rd.
Tualatin, OR 97062

Pro Golf of Valencia
25926 The Old Road
Stevenson Ranch, CA 91381

Pro Golf of Wilmington
323 Eastwood Road, Unit C
Wilmington, NC 28403

Pro Golf of Yorkville
1775 Marketview Drive
Yorkville, IL 60560

Pro Golf Superstore of Sugar Land
19820 Southwest Freeway
Sugar Land, TX 77479

ProGolf International, Inc
37735 Enterprise Ct., Ste 600
Farmington, MI 48331

ProGolf.com
37735 Enterprise Ct., Ste 600
Farmington, MI 48331

Quantum Graphics, Inc.
49752 Oakland Drive
Shelby Township, MI 48315

Redman & Charlip, PLLC
199 W. Brown Street, Ste. 110
Birmingham, MI 48009

Reliance Group
23927 Freeway Park Drive
Farmington, MI 48335

Ronald N. Silberstein, CPA, PLLC
30201 Orchard Lake Road, Ste. 150
Farmington, MI 48334

Scout & Christina Trim
38124 Charwood
Sterling Heights, MI 48312

Thomas Jr. & Kathleen Dodgen
3/D Amherst Ct.
West Palm Beach, FL 33411

UHY LLP, MI
Certified Public Accountants
2311 Payshphere Circle
Chicago, IL 60674

UHY, LLP
26200 American Dr., Ste. 500
Southfield, MI 48034

United Parcel Service
Lockbox 577
Carol Stream, IL 60132-0577

Webexone, Inc.
PO Box 414725
Boston, MA 02241-4725

**United States Bankruptcy Court
Eastern District of Michigan**

In re Pro Golf of America, Inc.

Debtor(s)

Case No. _____

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Pro Golf of America, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

ProGolf International, Inc.
37735 Enterprise Ct., Ste. 600
Farmington, MI 48331

☐ None [*Check if applicable*]

December 27, 2006

Date

/s/ Arnold Schafer

Arnold Schafer (P24694)

Signature of Attorney or Litigant

Counsel for Pro Golf of America, Inc.

Schafer and Weiner, PLLC

40950 Woodward Avenue

Suite 100

Bloomfield Hills, MI 48304

(248) 540-3340 Fax:(248) 642-2127